

Exhibit C

BERGESON, LLP

FIRM PROFILE PRACTICE ATTORNEYS NEWS & EVENTS CONTACT US

CAROLINE MCINTYRE, MANAGING PARTNER



cmcintyre@be-law.com
[vCard download](#)

Admitted to bar: 1992, California; United States District Court, Northern, Central, Eastern, and Southern Districts of California; United States Court of Appeal, Ninth Circuit; United States Supreme Court.

Education: University of Notre Dame Law School (J.D., 1991). Staff Member, 1989-1990, and Assistant Lead Articles Editor, 1990-1991, Journal of College and University Law; Vassar College (B.A., *cum laude*, 1988); Wellesley College (select exchange student, 1986-1987).

Publications: Author: "Motions To Stay: Fifth Amendment Rights v. Civil Discovery," Northern California Association of Business Trial Lawyers (ABTL) Report, Vol. 15, No. 1, Fall 2005. Co-Author: "Parate v. Isidor: Resolving the Conflict Between the Academic Freedom of the University and the Academic Freedom of the Professor," Journal of College and University Law, 1990.

Honors: Ms. McIntyre is a recipient of the prestigious 2006 Burton Awards for Legal Achievement. She was recognized for her article, "Motions to Stay: Fifth Amendment Rights v. Civil Discovery." The awards honor 30 of the nation's best legal writers who use plain, clear, and concise language.

Ms. McIntyre has been named to the 2005, 2006, and 2008 "Northern California Super Lawyers®" list compiled by Law & Politics, which consists of the top five percent of attorneys in Northern California based on peer nomination and research.

Ms. McIntyre was awarded a Congressional Medal of Distinction in 2008. Ms. McIntyre has been named a Fellow in the Litigation Counsel of America Trial Lawyer Honor Society. Fellows are selected based upon effectiveness and accomplishment in litigation, both at the trial and appellate levels, and superior ethical reputation.

Member: State Bar of California, Santa Clara County Bar Association, Association of Business Trial Lawyers, William A. Ingram Inn of Court (past Pupillage Group Leader and current Co-Programming Chair), the American Bar Association, and National Association of Professional Business Women.

Ms. McIntyre has served as a faculty member for the National Institute for Trial Advocacy's deposition program. She also has served as a featured speaker on discovery issues.

Ms. McIntyre is also a Board Member with the San Jose Wind Symphony where she plays the French horn.

Experience: Ms. McIntyre's area of practice is business litigation, with an emphasis in securities litigation. She has litigated various types of securities cases filed in state and federal courts, including defense of directors, officers, and companies in derivative, individual, and

class actions. In addition, she has conducted internal investigations on behalf of audit committees and special litigation committees for public and privately held companies. Ms. McIntyre also has handled a variety of business litigation matters in state and federal courts including cases involving business torts, contracts, misappropriation of trade secrets, fraud, unfair business practices, intellectual property, wrongful termination and employment discrimination, insurance coverage, and other complex litigation. Ms. McIntyre also has appellate experience and civil trial and arbitration experience.

Ms. McIntyre's reported cases include: *Scognamillo, et al. v. Credit Suisse First Boston LLC, et al.*, Case No. C03-02061 (TEH), 2005 WL 2045807 (N.D. Cal. Aug. 25, 2005); *Schuster v. Gardner, et al.*, 127 Cal. App. 4th 305 (2005); *Friese v. The Superior Court of San Diego County*, No. D046348, 2005 WL 3249442 (December 2, 2005); *Seidler v. The Municipal Court for the Beverly Hills Judicial District of Los Angeles*, 12 Cal. App. 4th 1229 (1993).

Ms. McIntyre's representative litigation include:

Scognamillo, et al. v. Credit Suisse First Boston LLC, et al., Case No. C03-02061 (TEH), 2005 WL645466 (N.D. Cal. Aug. 25, 2005). This case involves allegations of stock price manipulation by investment bankers in connection with an Initial Public Offering. The firm represented the former Chief Financial Officer of Netcentives, Inc. whose stock was alleged to have been manipulated. The District Court granted the motion to dismiss filed by Bergeson, LLP, dismissing the action with prejudice against the former CFO of Netcentives. The Ninth Circuit Court of Appeal affirmed the Order of the District Court.

Mudgett v. Chemoil Corp., et al., San Francisco County Superior Court Case No. 321977. The Court granted Defendants' motion for summary judgment. The firm represented four companies and three individual directors in a case alleging promissory fraud, breach of fiduciary duty regarding sale of company assets, and rescission. The Court of Appeal for the State of California, First Appellate District, affirmed the trial court's order.

S&A Biotech Investments, LLC v. Thomas Baruch, et al., Case No. CV797835, Santa Clara County Superior Court. In this derivative action, the firm represented four of the individual defendant directors of nominal defendant Rodenstock North America, Inc. ("RNA"). Plaintiff alleged that the individual defendant directors of RNA breached fiduciary duties to RNA and its shareholders by voting in favor of a settlement between RNA and ACLARA Biosciences, Inc. ("ACLARA") relating to the re-sale of ACLARA shares to ACLARA. Plaintiff dismissed the action against the individual defendant directors without any payment to Plaintiff.

In re InaCom Corporation Securities Litigation, Master File No. 00-701 (JJF), United States District Court for the District of Delaware. The firm represented the former Chairman of the Board of InaCom in this securities class action filed in the United States District Court for the District of Delaware. Plaintiffs alleged violations of Sections 11, 12(a)(2), and 15 of the Securities Act, and Sections 10(b), 20(a) and 14(a) of the Exchange Act, and Section 10(b) of the Exchange Act. The gravamen of the Consolidated Amended Complaint was that defendants concealed from the investing public that InaCom was experiencing financial and operating difficulties which were adversely impacting InaCom's revenue and profits, as well as its relationships with clients and customers.

[Home](#) | [Practice](#) | [Attorneys](#) | [News/Events](#) | [Disclaimer Statement](#) | [Contact Us](#)

Bergeson, LLP 303 Almaden Boulevard Suite 500 San Jose, CA 95110-2712